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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Case No. 12-12020 (MG)
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	
)	Chapter 11
Debtors.)	
)	Jointly Administered

**CERTIFICATE OF NO OBJECTION REGARDING THE MOTION OF
THE RESCAP LIQUIDATING TRUST FOR AN ORDER APPROVING
(I) THE ABANDONMENT OF INTEREST IN RI EQUITY POOL AND
(II) DISSOLUTION OF RESCAP SECURITIES HOLDING COMPANY**

Pursuant to 28 U.S.C. § 1746 and Rule 9075-2 of the Local Rules of the United States Bankruptcy Court for the Southern District of New York, and in accordance with the *Order Under Bankruptcy Code Sections 102(1), 105(a) and 105(d), Bankruptcy Rules 1015(c), 2002(m) and 9007 and Local Bankruptcy Rule 2002-2 Establishing Certain Notice, Case Management and Administrative Procedures* [ECF No. 141], the undersigned hereby certifies as follows:

1. On June 29, 2023, the ResCap Liquidating Trust filed the *Motion of the ResCap Liquidating Trust for an Order Approving (i) the Abandonment of Interest in RI Equity Pool and (ii) Dissolution of ResCap Securities Holdings Company* [ECF No. 10755] (the “**Motion**”). The hearing on the Motion is scheduled for August 3, 2023 at 2:00 p.m. (prevailing Eastern Time).

2. The Motion set forth that objections to the Motion were to be filed and served so that they were actually received no later than July 14, 2023 at 5:00 p.m. (prevailing Eastern Time).

3. The undersigned hereby certifies that, as of the date hereof, no objection to the Motion has been received. Undersigned counsel further certifies that he has reviewed the docket in this case and no answer, objection or other response to the Motion appears thereon.

4. In accordance with Local Rule 9075-2, this certificate is being filed at least forty-eight (48) hours after expiration of the deadline for parties to file and serve any objection or responsive pleading to the Motion.

5. Accordingly, the ResCap Liquidating Trust respectfully requests that the Court enter the proposed order granting the Motion, a copy of which is attached hereto as Exhibit A.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: July 19, 2023
New York, New York

KRAMER LEVIN NAFTALIS & FRANKEL LLP

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EXHIBIT A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.

)
) Case No. 12-12020 (MG)
)
) Chapter 11
)
) Jointly Administered
)

**ORDER APPROVING (I) THE ABANDONMENT OF INTEREST IN RI EQUITY
POOL AND (II) DISSOLUTION OF RESCAP SECURITIES HOLDING COMPANY**

Upon the motion (the “**Motion**”) of the Liquidating Trust¹ for entry of an order (the “**Order**”), pursuant to sections 105(a) and 554(a) of title 11 of the United States Code, as amended (the “**Bankruptcy Code**”) approving the abandonment of the limited partnership interest in the RI Equity Pool and the dissolution of ResCap Securities Holding Company, as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and grant the requested relief in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having reviewed the Motion and the Declaration of Jill Horner in support of the Motion; and the Court having determined that the relief requested in the Motion is in the best interests of the Liquidating Trust, their estates, their Unitholders, and all parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and the legal and factual bases set forth in the Motion establish just and sufficient cause to grant the relief requested herein; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor,

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

IT IS HEREBY FOUND, DETERMINED, AND ORDERED THAT:

1. The Motion is GRANTED to the extent provided herein.
2. Pursuant to Section 554(a) of the Bankruptcy Code and Section 6.4(b)(ix) of the Liquidating Trust Agreement, the Liquidating Trust is authorized to cause its subsidiary, ResCap Securities Holding Company (“**RCSEC**”), to abandon the limited partnership interest in the RI Equity Pool.
3. The Liquidating Trust and RCSEC are hereby authorized to execute and deliver all instruments and documents, and take all other actions, as may be necessary or appropriate to implement and effectuate the relief granted in this Order.
4. The Liquidating Trust and RCSEC are additionally authorized to take all necessary or advisable steps to dissolve RCSEC, including the filing of a certificate of dissolution.
5. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

Dated: New York, New York
[], 2023

MARTIN GLENN
Chief United States Bankruptcy Judge